General information about company

Scrip code	506685
NSE Symbol	NOT LISTED
MSEI Symbol	NOT LISTED
ISIN	INE405A01021
Name of the entity	Ultramarine & Pigments Ltd
Date of start of financial year	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Yearly
Date of Report	31-03-2023
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory			
Whether the listed entity has a Regular Chairperson	Yes		
Whether Chairperson is related to MD or CEO	No	Disqualification of Directors under section 164 of the Companies Act, 2013	

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	RANGASWAMY SAMPATH	AALPS9616D	00092144	Non-Executive - Non Independent Director	Chairperson related to Promoter		11-11-1944	No				Active	Yes	29-07-2019	13-08-1990				2	0	0	2		
2	Mrs	INDIRA SUNDARARAJAN	AALPS9617C	00092203	Non-Executive - Non Independent Director	Not Applicable		09-05-1948	No				Active	NA		01-08-2004				1	0	2	0		
3	Ms	TARA PARTHASARATHY	AKWPP2631A	07121058	Executive Director	Not Applicable		31-01-1986	No				Active	NA		16-03-2015	15-03-2020			1	0	0	0		
4	Mr	V BHARATHRAM	AAJPV1838L	08444583	Executive Director	Not Applicable		24-11-1966	No				Active	NA		01-08-2019				1	0	0	0		

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
5	Mr	R SENTHIL KUMAR	ALFPK2982H	07506927	Executive Director	Not Applicable		26-05-1967	No				Active	NA		01-08-2016	01-08-2019			1	0	0	0		
6	Mr	NIMISH U PATEL	ADOPP2074Q	00039549	Non-Executive - Independent Director	Not Applicable		22-12-1965	No				Active	NA		27-05-2014	29-07-2019		120	3	2	2	1		
7	Mr	NAVIN M RAM	AEXPV6232L	02410242	Non-Executive - Independent Director	Not Applicable		24-12-1972	No				Active	NA		10-11-2014	29-07-2019		120	1	1	1	1		
8	Mr	RAJEEV M PANDIA	AAEPP3004D	00021730	Non-Executive - Independent Director	Not Applicable		17-12-1949	No				Active	NA		12-11-2018	29-07-2019		60	6	6	2	4		

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
9	Mr	C R CHANDRA BOB	ACKPC2641R	07384175	Non-Executive - Independent Director	Not Applicable		27-06-1961	No				Active	NA		12-11-2018	29-07-2019		60	1	1	1	1		
10	Mrs	P ARUNASREE	AMBPP5646C	01351504	Non-Executive - Independent Director	Not Applicable		28-06-1968	No				Active	NA		15-05-2019	29-07-2019		60	1	1	0	0		
11	Mr	HARSH R GANDHI	AEPPG0437E	00133091	Non-Executive - Independent Director	Not Applicable		17-07-1977	No				Active	NA		01-08-2019			60	3	2	1	0		

Audit Committee Details

Whether the Audit Committee has a Regular Chairperson: Yes

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07384175	C R CHANDRA BOB	Non-Executive - Independent Director	Chairperson	06-02-2020		
2	00039549	NIMISH U PATEL	Non-Executive - Independent Director	Member	27-05-2014		
3	00092203	INDIRA SUNDARARAJAN	Non-Executive - Non Independent Director	Member	06-08-2018		
4	02410242	NAVIN M RAM	Non-Executive - Independent Director	Member	06-02-2020		

Nomination and remuneration committee

Whether the Nomination and remuneration committee has a Regular Chairperson: Yes

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00021730	RAJEEV M PANDIA	Non-Executive - Independent Director	Chairperson	01-08-2019		
2	00092144	RANGASWAMY SAMPATH	Non-Executive - Non Independent Director	Member	27-05-2014		
3	02410242	NAVIN M RAM	Non-Executive - Independent Director	Member	14-02-2015		

Stakeholders Relationship Committee

Whether the Stakeholders Relationship Committee has a Regular Chairperson: Yes

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	02410242	NAVIN M RAM	Non-Executive - Independent Director	Chairperson	15-05-2019		
2	00092203	INDIRA SUNDARARAJAN	Non-Executive - Non Independent Director	Member	12-11-2016		
3	07384175	C R CHANDRA BOB	Non-Executive - Independent Director	Member	01-08-2019		

Risk Management Committee

Whether the Risk Management Committee has a Regular Chairperson: Yes

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00092144	RANGASWAMY SAMPATH	Non-Executive - Non Independent Director	Chairperson	12-11-2018		
2	07384175	C R CHANDRA BOB	Non-Executive - Independent Director	Member	12-11-2018		
3	07121058	TARA PARTHASARATHY	Executive Director	Member	12-11-2018		
4	07506927	R SENTHIL KUMAR	Executive Director	Member	12-11-2018		
5	08444583	V BHARATHRAM	Executive Director	Member	12-08-2020		
6	99999999	RAMANAN SWAMINATHAN	Chief Financial Officer	Member	12-11-2018		Textual Information(1)
7	00133091	HARSH R GANDHI	Non-Executive - Independent Director	Member	07-02-2023		

Sr Text Block

Textual Information(1)	Mr S Ramanan is a Chief Financial officer and not a Board member.

Corporate Social Responsibility Committee

Whether the Corporate Social Responsibility Committee has a Regular Chairperson: Yes

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07384175	C R CHANDRA BOB	Non-Executive - Independent Director	Chairperson	01-08-2019		
2	00092203	INDIRA SUNDARARAJAN	Non-Executive - Non Independent Director	Member	30-05-2018	28-02-2023	
3	02410242	NAVIN M RAM	Non-Executive - Independent Director	Member	01-08-2019		
4	08444583	V BHARATHRAM	Executive Director	Member	28-02-2023		

Other Committee

Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	00021730	RAJEEV M PANDIA	Business Review Committee	Non-Executive - Independent Director	Chairperson	
2	00092144	RANGASWAMY SAMPATH	Business Review Committee	Non-Executive - Non Independent Director	Member	
3	02410242	NAVIN M RAM	Business Review Committee	Non-Executive - Independent Director	Member	
4	00133091	HARSH R GANDHI	Business Review Committee	Non-Executive - Independent Director	Member	

Annexure 1

Annexure 1

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory

Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	07-11-2022				Yes	11	11	6
2		07-02-2023			Yes	11	10	5
3		28-03-2023	48		Yes	11	10	5

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reson for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	07-11-2022				Yes	4	4	3	0
2	Audit Committee	07-02-2023	91			Yes	4	4	3	0
3	Risk Management Committee	27-03-2023	47			Yes	6	6	2	1

Annexure 1

V. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Annexure 1

VI. Affirmations

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	Kishore Kumar Sahoo
2	Designation	Company Secretary and Compliance Officer

Annexure II

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.ultramarinepigments.net
2	Terms and conditions of appointment of independent directors	Yes		www.ultramarinepigments.net
3	Composition of various committees of board of directors	Yes		www.ultramarinepigments.net
4	Code of conduct of board of directors and senior management personnel	Yes		www.ultramarinepigments.net
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.ultramarinepigments.net
6	Criteria of making payments to non-executive directors	Yes		www.ultramarinepigments.net
7	Policy on dealing with related party transactions	Yes		www.ultramarinepigments.net
8	Policy for determining "material" subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	Yes		www.ultramarinepigments.net

Annexure II

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.ultramarinepigments.net
11	email address for grievance redressal and other relevant details	Yes		www.ultramarinepigments.net
12	Financial results	Yes		www.ultramarinepigments.net
13	Shareholding pattern	Yes		www.ultramarinepigments.net
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	NA		
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		www.ultramarinepigments.net
18	Credit rating or revision in credit rating obtained	NA		
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA		
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.ultramarinepigments.net
21	Materiality Policy as per Regulation 30	Yes		www.ultramarinepigments.net
22	Dividend Distribution policy as per Regulation 43A (as applicable)	Yes		www.ultramarinepigments.net
23	It is certified that these contents on the website of the listed entity are correct	Yes		www.ultramarinepigments.net

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of "independence" and/or "eligibility"	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
23	Meeting of Risk Management Committee	21(3A)	Yes	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	NA	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	NA	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	Yes	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

Annexure II

1	Name of signatory	Kishore Kumar Sahoo
2	Designation	Company Secretary and Compliance Officer

Annexure II

III. Affirmations

Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	NA
	Any other information to be provided	

Annexure II

1	Name of signatory	Kishore Kumar Sahoo
2	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure

Applicability of disclosure	Not Applicable
Reason for Non Applicability	Textual Information(1)

Text Block

Textual Information(1)	The Company has not advanced any loan/guarantee/comfort letter/security to any of its promoter/promoter entity during the fiscal year.

Signatory Details

Name of signatory	Kishore Kumar Sahoo
Designation of person	Company Secretary and Compliance Officer
Place	Chennai
Date	11-04-2023